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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 8327
Tallahassee, FL 32314

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203/06/96--01063--019
*****131.25 *****131.25

SUBJECT: John P. Arthur, P.A.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: John P. Arthur
Name (printed or typed)
P.O. Box 273449
Address
Tampa, FL 33688-3449
City, State & Zip
(813) 975-7222
Daytime Telephone number

11:45 AM 9-5-96
11

AL SEP 11 1996

NOTE: Please provide the original and one copy of the articles.

FILED

96 SEP -6 AM 9:11

FLORIDA
DEPARTMENT OF STATE
REGISTRATION

**ARTICLES OF INCORPORATION
OF**

John P. Arthur, P.A.

The undersigned subscriber to these articles of incorporation being duly licensed to practice law under the laws of the state of Florida adopt these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

ARTICLE I. NAME

The name of the professional service corporation is: John P. Arthur, P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office of this corporation is: 8875 Hidden River Parkway, Suite 300, Tampa, FL 33637, and the mailing address of this corporation is P.O. Box 273449, Tampa, FL 33688-3449.

ARTICLE III. PURPOSE

This professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment and own real and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on the date these Articles of Incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of this professional service corporation shall be 100 shares of common stock without par value.

None of the shares of this professional service corporation may be issued to anyone other than an individual duly licensed to practice law in the state of Florida.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this professional service corporation is: Ronda R. Storms, 8875 Hidden River Parkway, Suite 300, Tampa, FL 33637.

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of 2 members. The names of the members of the first board of directors are:

| <u>Name</u> | <u>Address</u> |
|--------------------|---|
| John P. Arthur | 12607 Stillwater Terrace Tampa, Florida 33624-4742 |
| Patricia J. Arthur | 12607 Stillwater Terrace Tampa, Florida 33624-4742 |

ARTICLE VIII. SUBSCRIBERS

The name and address of the person signing these articles of incorporation as subscriber is:

| <u>Name</u> | <u>Address</u> |
|----------------|--|
| John P. Arthur | 12607 Stillwater Terrace Tampa, FL 33624-4742 |

ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholder, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only

after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice law in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

ARTICLE X. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on August 27, 1996.

John P. Arthur

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED

26 SEP 6 1991
FLORIDA
STATE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: John P. Arthur, P.A.

2. The name and address of the registered agent and office is:

Ronda R. Storms

(NAME)

8875 Hidden River Parkway, Suite 300

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Tampa, FL 33637

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Ronda R. Storms
(SIGNATURE)

8-23-94
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314